

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ATLANTIC RECORDING CORPORATION;)	
CAPITOL RECORDS, LLC; ELEKTRA)	Civil Action No. 08-CIV-3922-DC
ENTERTAINMENT GROUP INC.;)	
INTERSCOPE RECORDS; MOTOWN RECORD)	ECF CASE
COMPANY, L.P.; PRIORITY RECORDS LLC;)	
UMG RECORDINGS, INC.;)	<i>CORRECTED</i> MOTION TO
VIRGIN RECORDS AMERICA, INC.; and)	ADMIT COUNSEL
WARNER BROS. RECORDS INC.,)	<i>PRO HAC VICE</i>
)	
)	
Plaintiffs,)	
v.)	
)	
PROJECT PLAYLIST, INC.)	
)	
Defendant.)	
)	

PURSUANT TO RULE 1.3(c) of Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, and upon my annexed declaration, I, Eva Temkin, a member in good standing of the bar of this Court, hereby move for an order allowing the admission *pro hac vice* of:

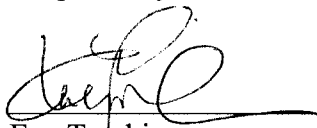
Alison C. Barnes
Robbins, Russell, Englert, Orseck, Untereiner & Sauber LLP
1801 K Street, N.W., Suite 411
Washington, D.C. 20006
Tel: (202) 775-4500
Fax: (202) 775-4510

Ms. Barnes is a member in good standing of the bars of the District of Columbia and the state of Georgia. There are no pending disciplinary proceedings against Ms. Barnes in any State or Federal Court.

Dated: June 2, 2008
Washington, D.C.

Respectfully submitted,

By:

A handwritten signature in black ink, appearing to read 'Eva Temkin', is written over a horizontal line.

Eva Temkin

ROBBINS, RUSSELL, ENGLERT, ORSECK ,
UNTEREINER & SAUBER

1801 K Street, N.W., Suite 411

Washington, D.C. 20006

Tel: (202) 775-4500

Fax: (202) 775-4510

Attorneys for Plaintiffs

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VIRGIN RECORDS AMERICA, INC.; and)	
WARNER BROS. RECORDS INC.,)	
)	
Plaintiffs,)	
v.)	
)	
PROJECT PLAYLIST, INC.)	
)	
Defendant.)	
)	

**DECLARATION OF EVA TEMKIN IN SUPPORT OF
CORRECTED MOTION TO ADMIT COUNSEL *PRO HAC VICE***

I, EVA TEMKIN, declare as follows:

1. I am an associate at the law firm of Robbins, Russell, Englert, Orseck, Untereiner & Sauber LLP, counsel for Plaintiffs in the above-captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Plaintiffs' motion to admit Alison C. Barnes as counsel *pro hac vice*.

2. I am a member in good standing of the bar of the State of New York. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I am an associate at Ms. Barnes's law firm, Robbins, Russell, Englert, Orseck, Untereiner & Sauber LLP.

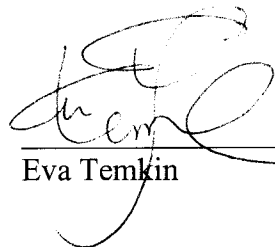
4. Ms. Barnes is a member in good standing of the bars of the District of Columbia and the State of Georgia. Certificates issued within the last 30 days indicating that Ms. Barnes is a member in good standing of each of these two bars were attached to the previous version of this declaration as exhibits A and B.

5. Ms. Barnes is a skilled attorney and a person of integrity. She is experienced in federal practice and is familiar with, among other things, the Federal Rules of Civil Procedure, the Federal Rules of Evidence, the local rules governing practice in this court, and the Judicial Code governing practice in the United States district courts.

6. For the foregoing reasons, I respectfully request the *pro hac vice* admission of Alison C. Barnes.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 2, 2008
Washington, D.C.



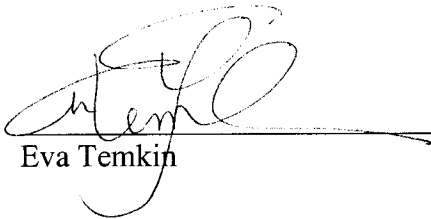
Eva Temkin

CERTIFICATE OF SERVICE

I hereby certify that on June 2, 2008, I caused a copy of the Corrected Motion to Admit Counsel *Pro Hac Vice*, the Declaration of Eva Temkin in Support of Motion to Admit Counsel *Pro Hac Vice*, and the Proposed Order for Admission *Pro Hac Vice* to be served on defendant Project Playlist, Inc. by mailing them to:

Robert B. Kory and Michelle L. Rice
Law Offices of Robert B. Kory
9300 Wilshire Blvd., Suite 200
Beverly Hills, CA 90212

Dated: June 2, 2008


Eva Temkin